

Section 1: Qualifications and Experience

1a. Identify the legal structure of the firm or consortium of firms making the proposal. Identify the organizational structure for the project, the management approach and how each firm in the structure fits into the overall team.

Legal Structure

Edgemoor Real Estate Services, LLC will serve as the Development Manager for the turnkey development of the Vienna III Parking Structure (“the Project”) and interim surface parking as further described in Section 2 of this proposal. Edgemoor will in turn contract with Dewberry and Walker Parking Consultants for the provision of design services, and Clark Construction and Shirley Contracting for construction delivery.

Organizational Structure

Edgemoor has assembled a highly qualified, interdisciplinary team to participate in the development of the proposed parking facility and infrastructure improvements. Each team member has clearly defined responsibilities, as further shown on the following Team Organization Chart. Additional team members may be added during the PPEA Detailed Proposal Phase, as needed to address specific project planning needs.

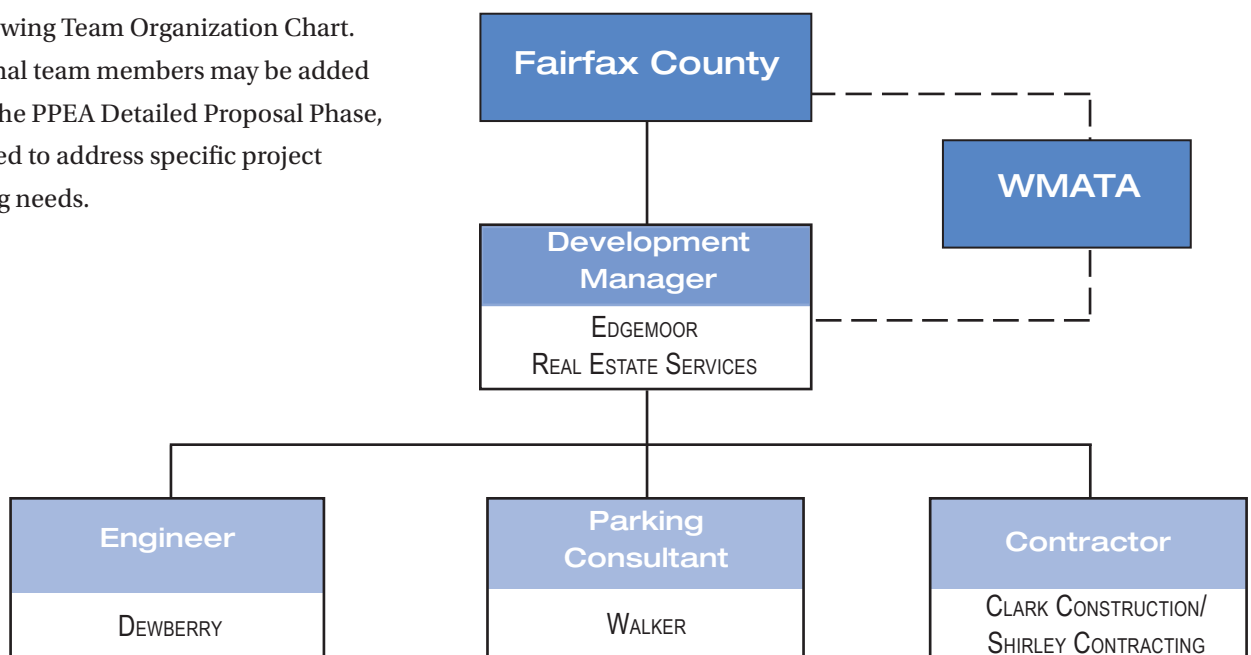


Table 1.1 Team Member Roles and Responsibilities

FIRM ROLES AND RESPONSIBILITIES	PARKING EXPERIENCE	EXPERIENCE WORKING TOGETHER	PUBLIC PRIVATE EXPERIENCE
Edgemoor Real Estate Services will serve as the Master Developer and will be responsible for the delivery of the entire project.	●	●	●
Clark Construction Group/Shirley Contracting will serve as the General Contractor for the construction of the parking garage and surrounding site work.	●	●	●
Walker Parking Consultants will serve as the consultant for the parking garage.	●	●	●
Dewberry will serve as the Engineer and will be responsible for site plan development and garage design.	●	●	●

Working Relationships

Many of our team members have worked together on prior projects in Virginia and elsewhere around the country. All of our team members have had prior experience working in Fairfax County and with WMATA. Shirley has worked with Dewberry on twelve prior projects. Our Parking Consultant, Walker, designed the latest Vienna parking structure completed in 2001. These prior experiences reduce risk to the County and ensure cooperative efforts among our Team.

Management Approach

The development process of any complex project is a collaborative effort between many partners and stakeholders working together to achieve the same goal. Our goal is to deliver a proposal that meets the County's and WMATA's needs for the short and long term parking while eliminating project development risk, accelerating delivery, and guaranteeing the price.

To fully achieve the objectives of the County and of the Project, the Edgemoor Team proposes to lead a multi-phased Project Development process that includes Project Management, Planning, Design, Construction, and Finance.

Table 1.2 Project Development Phase Activities

PROJECT DEVELOPMENT ACTIVITIES	
Project Management	Edgemoor project leadership will ensure continual focus of all team members and stakeholders on the project milestones and ultimate goal achievement. By partnering with Clark/Shirley, Dewberry, and Walker in this process, we will ensure integration of design and construction “best practices” into the planning, design, programming, and construction of the new parking facility.
Planning	Edgemoor will work with the County to maximize the value that this project will bring to Vienna and the citizens of Fairfax County. The team will not only devise the optimal physical solution for the County today, but also review how phasing and other techniques can give the County temporary parking during construction.
Design	Edgemoor will facilitate necessary design charrettes, including the Advisory Committee and others, in order to deliver the most efficient parking structure. Additionally, Edgemoor will work with the Project design team to ensure that the ultimate product is in keeping with both the vision of the County as well as the budgetary constraints. An important responsibility of this team will be integrating design goals with County approval parameters, and ensuring that all necessary approvals are obtained.
Construction	Edgemoor will coordinate and manage a team of preconstruction estimators, project managers and superintendents, construction support personnel, architects and engineers, and other corporate resources to meet the requirements of the project.
Finance	Edgemoor, in conjunction with the County’s finance staff, will determine the most appropriate financial structure for the project. All program and design decisions will be made recognizing the overall impact on the County’s economics and budget goals. The goal is to minimize development, financial and construction risk to the County while maximizing the strategic value related to the project.

To ensure the critical and timely input of appropriate County stakeholders, we propose that the County form an Advisory Committee to facilitate participation of County/Wmata transportation, planning, zoning, finance, procurement, and other key administrative offices. The Advisory Committee will meet regularly with the Edgemoor Team throughout the development of the project, and will be reconstituted over time as best meets the need of each project phase. This multi-disciplinary, teamed management approach, together with efficient internal and external communications, is the key to the successful implementation of the Project.

A common focus that will be shared by all team members and subcontractors throughout all phases of Project implementation is a commitment to partnering, stakeholder engagement, and client satisfaction. Teamwork, cooperation and proactive problem solving are attributes that each Edgemoor team member will bring to the project every day. We are committed to the successful completion of this project and will utilize all means necessary to achieve this commitment.

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1b. Describe the experience of the firm or the consortium of firms making the proposal and the key principals involved in the proposed project including experience with projects of comparable size and complexity. Describe the length of time in business, business experience, public sector experience and other engagements of the firm or consortium of firms. Include the identity of any firms that will provide design, construction and completion guarantees and warranties and a description of such guarantees and warranties. Provide resumes of the key individuals who will be involved in the project.

Edgemoor Real Estate Services has assembled a highly-qualified, interdisciplinary project team to plan, design, and construct the Vienna III Parking Structure. Edgemoor will serve as the Development Manager for the Project and will contract with various subcontractors, including members of the Project Team assembled for submission of this Conceptual Proposal, to provide turnkey services to deliver the project in the most expeditious and cost-effective manner.

Edgemoor's personnel possess over 30 years of real estate development experience. This includes significant experience in utilizing the innovative public-private development approach under the PPEA and PPTA legislation, including the Route 28 Corridor Improvements (Fairfax/Loudoun County), the South County Secondary School (Fairfax County), and Mary Ellen Henderson Middle School (Falls Church) projects. In addition to the experience Edgemoor brings to this project, the team members assembled are recognized industry leaders in their various fields. Collectively, they have the necessary experience and expertise to deliver this turnkey solution for Fairfax County. Detailed Case studies of relevant projects completed by our team are provided in Appendix 1A at the end of this section. Brief overviews of the firms are provided below.

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COUNTY.

Overviews of the Firms

DEVELOPMENT MANAGER

Edgemoor personnel bring over 30 years of project development experience for the benefit of its public and private sector clients, allowing them to minimize the burden on management resources and manage risk in the development process while optimizing project functionality, aesthetics, cost, flexibility, and accountability. Edgemoor's development experience is broadly diversified by product type and size, geographic location, client objectives, and services provided. Their approach to project development is founded in common-sense analysis infused with innovation and attention to detail.

In prior public-private partnership projects, Edgemoor has offered clients an extensive range of management services that are tailored to meet each client's specific needs and objectives. We have highlighted some of the services that may be appropriate for this project:

Edgemoor
REAL ESTATE SERVICES

Table 1.3 Edgemoor Development Services

DEVELOPMENT SERVICES	
Feasibility and Site Acquisition	<ul style="list-style-type: none"> • Site feasibility analysis including zoning impact, environmental due diligence, utility availability, grading analysis, and geotechnical studies; • Site acquisition including contract negotiations; and • Project feasibility analysis including comprehensive budget and scheduling of all activities.
Design	<ul style="list-style-type: none"> • Qualification and selection of design consultants including architect, civil, structural, MEP, and geotechnical engineers as well as specialty consultants; • Negotiation of fees and scope of services for design professionals, and management of designers throughout the development process; and • Suggestion of alternative design approaches to reduce cost while maintaining design objectives (value engineering) in all phases of the work including grading, excavation, foundations, structure, mechanical and electrical, landscaping, infrastructure, and FF&E.
Construction	<ul style="list-style-type: none"> • Development of preliminary budgets and schedules to assist in feasibility analysis; • Development of detailed budgets and refined schedules during the design process to ensure conformance with established objectives; and • Review of design documents during the schematic, design development, and construction document phases for cost, constructability, and schedule impacts.

DEVELOPMENT SERVICES	
Development Management	<ul style="list-style-type: none"> • Development of overall and intermediate programmatic, schedule, and cost objectives for the project, and management of these items to successful completion; • Organization of the development process including scheduling, prioritizing, and coordinating the weekly, monthly, and long-term activities of all development team members; • Oversight to ensure that each service provider to the project provides highly-qualified personnel at appropriate times and manpower levels to execute their work in a superior manner; • Acquisition of zoning, building permits, and other governmental approvals on behalf of the project; • Fast-track rights-of-way acquisitions and public/private utility relocation; • Maintenance of effective communication with the client regarding the progress of the project including required client actions; and • Review and approval of invoices from vendors, and maintenance of accounting records in conformance with the project budget.
Financing and Equity Structures	<ul style="list-style-type: none"> • Determination of viable sources and terms of construction and permanent financing; • Review of finance/equity options, and suggestion of the appropriate financing structure and the types of debt financing to meet the client's objectives; • Negotiation of the terms of debt funding and the necessary documentation related to such capital raising; and • Acceleration of key activities to reduce project schedule while working within funding constraints.

Edgemoor provides management expertise in the broad development role as well as in the specific area of construction. Other areas of specific expertise that we can provide as appropriate to the project include environmental, traffic, legal, leasing, marketing, and property management services, which are contracted services provided by independent firms. Contracts with such outside firms can be between the County and such firms, with Edgemoor acting as agent on behalf of the County. Alternatively, Edgemoor can offer the County the option of bundling some services such as architecture, engineering, and interior design under the Comprehensive Agreement.

GENERAL CONTRACTOR

Founded 100 years ago, Clark is one of the nation's largest and most experienced general building contractors. Their \$2.0+ billion annual construction volume includes new and renovation construction projects for public/private clients including parking facilities, railway stations, airports, urban office buildings, healthcare facilities, educational facilities, multifamily residential housing, sports facilities and corporate headquarters.



In order to enhance Clark's ability to meet the needs of its clients, Clark employs a staff of over 1,100 full-time professionals, in addition to 1,000 plus field personnel and tradespersons. Additionally, Clark's expertise is complemented by a series of divisions, subsidiaries and affiliates that provide specialized services from highways to residential, construction management to design/build and infrastructure projects to public/private partnerships to name a few. One such affiliate, Shirley Contracting Company, will assist in the coordination of construction activities for the Vienna III Parking Structure.

Shirley Contracting Company, LLC, headquartered in Northern Virginia, has provided high-quality, comprehensive construction services to public transportation and highway authorities and private developers in the Washington, D.C. metropolitan area for over 30 years. Shirley enjoys an excellent reputation with the Virginia Department of Transportation for completing projects on or ahead of schedule and specializes in completing projects on a fast-track basis. With over 30 years of experience, Shirley offers its clients complete transportation services, from preliminary design studies through construction management, construction and closeout.

CLARK CONSTRUCTION AND SHIRLEY CONTRACTING BRING TO THIS PROJECT:

- **EXPERIENCE AS DEVELOPERS OF NORTHERN VIRGINIA'S FIRST PPTA PROJECT, THE ROUTE 28 CORRIDOR IMPROVEMENTS PROJECT.**
- **DESIGN/BUILD PROJECT EXPERIENCE, INCLUDING SEVERAL SUCCESSFULLY COMPLETED PROJECTS WITH DEWBERRY.**
- **EXCELLENT WORKING RELATIONSHIPS WITH STATE AND LOCAL GOVERNMENTS AND AGENCIES.**
- **EXPERIENCE IN DELIVERING FAST-TRACK PROJECTS AHEAD OF SCHEDULE AND WITHIN BUDGET.**
- **EXCELLENT REPUTATION AND RELATIONSHIPS WITH LOCAL CONTRACTORS, SUBCONTRACTORS AND SUPPLIERS.**
- **AWARD-WINNING SAFETY PROGRAMS.**

Shirley will be providing concurrent construction services for the MetroWest development, including the Kiss & Ride adjacent to the garage. Their presence during construction will expedite the delivery of the garage due to the seamless coordination of construction activities on the site.

Parking and Transportation Experience

Clark has been serving the construction needs of the Washington Metropolitan area and public/transportation clients for nearly 100 years. In recent years, Clark and its affiliates have completed more than 25 million square feet (SF) of parking structures, representing in excess of 100,000 parking spaces. Through this experience, Clark has developed systems, skilled staff and institutional knowledge that will ensure that the Vienna III Parking Structure is delivered safely, at the highest level of quality, on time and on budget. Our team will develop a construction plan sensitive to on-going operations, as we have successfully performed on past garage projects for transportation entities.

Listed below are some of Clark's most notable parking structure projects.

- WMATA Largo and Morgan Stations and Parking Deck
- Union Station Parking Garage Expansion
- Franconia-Springfield Metro Station Parking Garage
- Reston Town Center – N.W. Parking Garages
- Washingtonian Parking Garage
- BWI Airport Central Garage
- BWI Airport Garage Expansion
- Johns Hopkins University – McElderry Street Garage
- Johns Hopkins University – South of Orleans Garage
- 414 Water Street Parking Garage

PREVIOUS PPTA/PPEA EXPERIENCE

Clark/Shirley executed a Comprehensive Agreement with VDOT in September 2002 for the Route 28 Corridor Improvements Project, the first PPTA project in the Northern Virginia region. Clark recently completed the construction of two public-private partnerships for K-12 schools in Virginia – one in Fairfax County for the South County Secondary School, and the other in the City of Falls Church for the Mary Ellen Henderson Middle School.



Rt. 28 Groundbreaking

ENGINEER

Dewberry is a 1,600-person professional services firm operating nationally. The firm maintains 32 offices and provides services in program management, planning, engineering, architecture, surveying, geographic information services, and the environmental sciences. Clients include government agencies at all levels, corporations, real estate developers, colleges and universities, school districts, and other commercial and institutional organizations.



A privately held firm, Dewberry was established as a small land design and surveying practice in 1956 in Arlington, VA. In 1965, the office was relocated to Fairfax County, VA, where the headquarters remains today. Dewberry maintains a 200,000-square-foot complex along Arlington Boulevard in Fairfax, employing more than 800 people in this location.

Over time, the firm expanded upon its civil engineering and surveying expertise and added offices, now spread throughout a dozen states. Today, Dewberry is an Engineering News Record “Top 50” design firm, and ranks in the top 25 in several of ENR’s market categories. The firm ranks as the second-largest engineering firm based in the Washington, DC area, according to the Washington Business Journal.

Transportation

One of the nation’s leading specialists in infrastructure development, Dewberry’s experience spans a broad range of heavy civil engineering projects, from airports, railways, and transit to bridges, highways, and marine structures. Dewberry’s presence throughout the major metropolitan areas of the eastern United States offers these regions a high-level of proficiency in addressing complex challenges resulting from continued growth, high traffic volume, overworked transportation networks, and aging infrastructure. Their experience and services range from expansive transportation studies and ITS applications to the construction administration of some of the largest infrastructure improvement projects in the United States. These experts in transportation, civil, structural, and hydraulic engineering also have a strong record in completing successful design-build and privatized projects.

Dewberry's transportation design and engineering encompasses:

- Civil, Site & Structural Design
- Traffic Studies
- Traffic Signal Design
- Mass Transit Planning

Municipal Infrastructure

Dewberry has provided planning, design and construction management services for municipal infrastructure and utilities for many years, which has resulted in numerous long-term and repeat client relationships. In fact, they are often a community's "municipal engineer", since they assist in identifying funding sources and developing funding and financing strategies for their projects. Dewberry also disseminates current knowledge of federal and state regulations and requirements, and looks for opportunities to apply creative and innovative solutions to their infrastructure needs. Dewberry supports municipal infrastructure clients with:

- Planning, Permitting and Design Services
- Feasibility Studies
- Hydraulics and Hydrology
- Vulnerability Assessments
- Emergency Planning

PARKING CONSULTANT

With Walker's comprehensive knowledge of the parking industry and 40 years of experience, they are the leading parking consulting company in the nation. Walker can provide constant access to internal experts with respect to operations, management, security, parking equipment, traffic flow, maintenance, restoration, and more. Parking is not just a design exercise; it is the main concern to provide each and every client with the most user-friendly, cost-effective parking solutions.

Walker provides parking studies, traffic analyses along with architectural, structural, mechanical, electrical, plumbing, and restoration design services for parking structures. A "one stop" design firm, coordination between the design disciplines is greatly simplified. This has proven to be a great advantage over Walker's competition as the number of construction change orders and RFI's is greatly reduced due to the simplified and more direct coordination.

Walker currently uses a host of technologies to help aid in the area of project delivery among its clients and partners. These technologies include Web based project communication software for the development and design of projects all the way through construction. Communication tools such as these allow the entire project team to work better, collaborate, and help each other meet schedules by staying up to date and resolving issues quickly when the need arises.



Table 1.3 Walker Parking Services

PARKING CONSULTANT SERVICES			
Planning	<ul style="list-style-type: none"> • Supply/Demand • Parking Alternatives • Site Analysis • Traffic Engineering • Parking and Transportation • Master Planning • Wayfinding/Pedestrian Travel • Airport Landside Planning • Shared Parking Analysis 	Systems	<ul style="list-style-type: none"> • Lighting • Security • Signage • Functional Design • Parking Access and Revenue • Control Equipment • ADA • Access and Circulation Design • Durability Engineering
Financial	<ul style="list-style-type: none"> • Preliminary Market Analysis • Preliminary Financial Analysis • Market and Financial Analysis • Financing Alternative 	Design	<ul style="list-style-type: none"> • Prime Design • Architecture • Structural Engineering • Electrical Engineering • Mechanical Engineering
Operations	<ul style="list-style-type: none"> • Revenue Control Systems • Analysis • Facility Management • Personnel • Customer Relations • Revenue/Expense Overview • Management Oversight • Standard Operating Procedures Manual • Compliance Audits • Due Diligence Studies • Operator Selection and Negotiations • New Business Assistance • Organization Analysis 	Restoration	<ul style="list-style-type: none"> • Structural Investigations • Seismic Retrofit • Condition Appraisals • Due Diligence • Construction Documents • Multi-Ramp Program • Capital Improvement Plan • Corrosion Protection • Upgrades

Walker Parking Consultants' history with sustainable design is rooted in thirty years of design experience, providing structures that require less maintenance are more durable, ultimately using less future material and resources. Staff members are LEED certified. Walker Parking Consultants is the only Parking Consultant in Engineering News Record's Top Design Firms (ranked 203 out of 500) and Building Design and Construction's Giants 300 (ranked 16 out of 50 in the Engineer/Architects category).

Walker is committed to providing quality services on schedule and within budget. Following is a list of successful WMATA completed projects for Walker Parking Consultants.

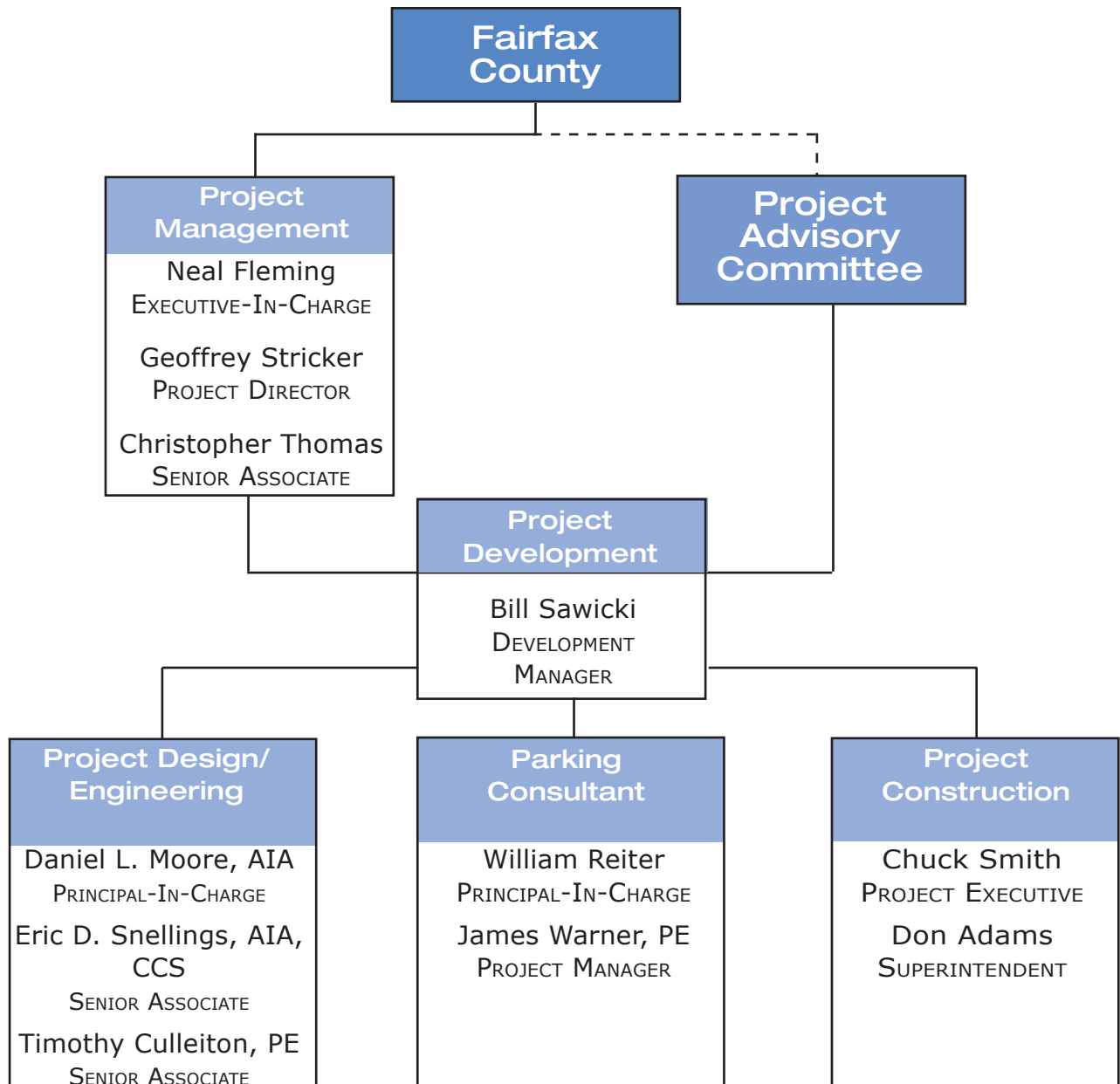
- Vienna Metro Commuter Rail Station
- Shady Grove Metro Station
- Grosvenor Metro Station
- Franconia-Springfield Metro Station
- New Carrollton Metro Station
- Rockville Town Center
- Twinbrook Commons Metro Station
- Van Dorn Metro Station
- WMATA New Carrollton/College Park Metro Station

Guaranties and Warranties

Edgemoor will guarantee all obligations assumed by it under the Comprehensive Agreement. In addition, Dewberry will provide appropriate professional liability insurance. Clark will guarantee the construction obligations. Warranties will be as provided in the American Institute of Architects' documents which will be supplemented by trade specific warranties as typically required on a project of this size and nature.

Experience of Key Principals

Edgemoor has selected a highly qualified Team to deliver the Vienna III Parking Structure to Fairfax County. The organization chart depicting the team composition structure for the project is shown below. Resumes for each of the individuals shown are provided in Appendix 1B at the end of this section.



1c. Provide the names, addresses, telephone numbers and e-mail addresses of persons within the firm or consortium of firms who will be directly involved in the project who may be contacted for further information.

Edgemoor has named the following individuals as the key team members for the Project, due to their successful record of accomplishment on projects of similar size and complexity. They possess an understanding of the County's desired program and have a reputation for working well with one another and their clients. Of most importance to this project is a unified project team with a passion to understand the goals and expectations of the County. Together, this project team will work with the County and consultants to successfully deliver the new facility.

The key principals, whose qualifications can be found in the response to Question 1b, include:

Mr. Neal Fleming
Principal
Edgemoor Real Estate Services
7500 Old Georgetown Road
Bethesda, MD 20814
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Mr. Geoffrey Stricker
Managing Director
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301.272.1912 (fax)
geoffrey.stricker@edgemoorservices.com

Mr. Bill Sawicki
Development Manager
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301.272.1912 (fax)
bill.sawicki@edgemoorservices.com

1d. Provide a current or most recently audited financial statement of the firm or firms and each partner with an equity interest of twenty percent or greater.

Please see the FY 2005 Audited Balance Sheet for the Clark Construction Group, LLC, attached with Section 3 of this proposal.

Edgemoor is affiliated with Clark Construction Group, LLC. Clark Construction Group is a privately held company. Financial information, in the form of an audited balance sheet, is provided only with the original RFP response and is Confidential and Proprietary Information. We request that Fairfax County treat the information as such.

1e. Identify any persons known to the proposer who would be obligated to disqualify themselves from participation in any transaction arising from or in connection to the project pursuant to The Virginia State and Local Government Conflict of Interest Act, Chapter 31 (Section 2.2-3100 et seq.) of Title 2.2.

No member of our Team would be obligated to disqualify themselves from participation in any transaction arising from or in connection with the proposal for a public-private partnership for the development, design, financing, and construction of the Vienna III Parking Structure and interim surface parking pursuant to The Virginia State and Local Government of Interest Act, Chapter 31 (Section 2.2-3100 et. Seq) of Title 2.2.